# Kenneth L. Lay Balance Sheet Comparison June 30, 1999

Current Assets	<u>5/28/99</u> 2,598,715	<u>6/30/99</u> 2,050,646	<u>Variance</u> (548,069)	Monies invested in stock, etc
Marketable Investments Common Stocks	68,052,536	74,365,869	6,313,333	ENE inc \$10.375/share from prior month
Executive Stock Options	71,103,520	92,523,939	21,420,419	ENE inc \$10.375/share from prior month
Bonds Mutual Funds Partnerships (Family)*	134,541 1,606,482 19,641,631	134,541 1,754,180 22,519,992	- 147,698 2,878,361	
Long Term Investments	21,495,200	21,908,810	413,610	Huntingdon, MILAND Investments, L.L.C.
Retirement Deferred Assets	12,697,155	13,411,821	714,666	investitionis, e.e.o.
Personal Non Earning Assets	1,426,942	1,572,295	145,353	00 Mercedes S500V & Home Furnishings
Current Liabilities	(41,461,657)	(42,758,215)	(1,296,558)	
Long Term Liabilities	(45,031,903)	(55,304,180)	(10,272,277)	Inc. in Deferred Tax Liab. due to inc. stock opt.
Business Liabilities	(190,523)	(203,033)	(12,510)	_
Rounding NET WORTH	(36) \$112,072,603	\$ 131,976,665	19,904,026	

#### **CONTINGENT LIABILITIES:**

Ken has guaranteed an unsecured note in the amount of \$350,000 maturing on December 7, 1999 with an interest rate of 6.5% at Bank of America for his sister, Sharon Lay.

Ken and Linda have guaranteed a mortgage in the amount of \$900,000 maturing on January 1, 2014 with an interest rate of 6.88% at Bank of America for their daughter, Robyn Vermeil. This loan is collateralized by property appraised at \$965,000 as of December 9, 1998.

Ken has also guaranteed two unsecured notes in the amounts of \$185,000.00 maturing on May 27, 2000 and \$1,200,000 maturing on June 25, 2000-both with an interest rate of 30-Day LIBOR (Daily floating rate) at Bank of America for his sister, Sharon Lay.

\* Value based on FMV of partnership assets. No discount for partnership interest is shown.

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GOVERNMENT EXHIBIT 239

	Balance	% of Total Assets	% of Working Assets
ASSETS			
CURRENT ASSETS			
Cash on Hand:			
CASH ON HAND/SK	179.53	.0%	.0%
CASH ON HAND/PSTOKES	1,058.45	.0%	.0%
CASH ON HAND/JWALLS	11.92	.0%	.0%
CASH ON HAND/MSTURGIS	<u> 196.09</u>		.0%
Total Cash on Hand:	1,445.99	.0%	.0%
Checking Accounts:			
NATIONSBANK 0707	-144,046.67	1%	1%
NATIONSBANK/CONTRIBUTIONS	211.39	.0%	.0%
NATIONSBANK/LPL PROPERTIES	-756.23	.0%	.0%
NATIONSBANK-MO HH 6498	306.16	.0%	.0%
NATIONSBANK/STOKES	1,386.72	.0%	.0%
VECTRA BANK	1,399.66	.0%	.0%
UNITY 109-900	4.584.22	.0%	.0%
Total Checking Accounts:	-136,914.75	1%	1%
Money Market Accounts:			
WASHINGTON DC ACCT	<u>60.000.00</u>	.0%	.0%
Total Money Market Accounts:	60,000.00	.0%	.0%
Brokerage Accounts:			
SANDERS MORRIS MMA/SMM-JT	1.39	.0%	.0%
SANDERS MORRIS MMA/SMM-KLL	21.54	.0%	.0%
PAINE WEBBER MMA	752.52	.0%	.0%
CHARLES SCHWAB-CYPRESS/SCH	-1,117.14	.0%	
WATERHOUSE SECURITIES	1.000.00		
Total Brokerage Accounts:	658.31	.0%	.0%
Savings Accounts:			
ENRON CREDIT UNION/KLL	<u>43.67</u>		
Total Savings Accounts:	43.67	.0%	.0%
Treasury Bills:			
SAVINGS BONDS	2.400.00		
Total Treasury Bills:	2,400.00	.0%	.0%
Escrow Account:			
ESCROW ACCT-MACON BLDG/MO	2.596.80		
Total Escrow Account:	2,596.80	.0%	.0%
Short-term Receivables:			
ACCT RECV-TDH (AVALON)	171,550.04	.1%	.1%

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ACCT RECV-RRH (DICKEY) ACCT RECV-RPH (DICKEY) ACCT RECV-BIONES 128,699.77 1,1% 1,1% ACCT RECV-JALLS 5.370.96 0.0% 0.0% ACCT RECV-JALL 2.2878.89 0.0% 0.0% ACCT RECV-JALL 2.2878.89 0.0% 0.0% ACCT RECV-JALL 3.2878.89 0.0% 0.0% ACCT RECV-E MCELROY 7.2550.00 0.0% 0.0% ACCT RECV-WALL FAM PTRNS ANNUITY-2/KLL FAM PTRNS ANNUITY-2/KLL 730.081.17 3.9% 3.9% TOTAL CURRENT ASSETS 2.050.643.71 3.9% 3.9% ACCT RECV-E MCELROY TOTAL CURRENT ASSETS  ACCT RECV-BLANCA ACCT RECV-BLANCA ANNUITY-2/KLL 730.081.17 3.9% 3.9% ACCT RECV-BLANCA ANNUITY-2/KLL 730.081.17 3.9% ACCT		Balance	% of Total Assets	% of Working Assets
ACCT RECV-RINNES 128,699.27 1.1% 1.1% ACCT RECV-BIONES 128,699.27 1.1% 1.1% ACCT RECV-JWALLS 5.370.96 0.0% 0.0% ACCT RECV-JWALLS 5.370.96 0.0% 0.0% ACCT RECV-JWALLS 5.370.96 0.0% 0.0% ACCT RECV-JWALLS 1.22,873.89 0.0% 0.0% Total Short-term Receivables: 661,627.42 3.9% 3.9% Notes Receivable: FAM PTRNS ANNUITY-2/KLL 730,081.17 3.% 3.% FAM PTRNS ANNUITY-2/KLL 730,081.17 3.% 3.9% TOTAL CURRENT ASSETS 2.057.10 3.9% 3.9%  MARKETABLE INVESTMENTS Enron Corp. \$ 5.64.41,753.25 Common Stock 9,629,992.61 Fayez Sarofim MgmtCom 3,161,481.25 Sanders Morris Mundy-Com 2,075,491.62 Cypress Asset MgmtCom. 2,912,650.40 Goldman Sachs-Com 144,500.00  Vested Exce Stock Options: CPQ ESO 4-97 25000SH (98) 3.8,287.50 0.0% 0.0% CPQ ESO 4-97 4370SH 68,466.98 0.0% 0.0% CPQ ESO 4-97 4370SH 68,466.98 0.0% 0.0% ENE ESO 2-94 100000 SHS 5,456,000.00 2.4% 2.4% ENE ESO 2-94 100000 SHS 4,053,000:00 1.8% 1.8% ENE ESO 2-94 100000 SHS 4,053,000:00 2.0% 2.0% ENE ESO 1-98 55385 SHS 4,626,850.00 2.0% 2.0% ENE ESO 1-98 55385 SHS 1.89,366.625 1.3% 1.9% ENE ESO 1-99 55385 SHS 1.89,366.625 1.3% 1.9% ENE ESO 1-96 55385 SHS 3,364,386.72 1.5% 1.6% ENE ESO 1-96 55385 SHS 3,323,250.00 1.4% 1.9% ENE ESO 1-97 56,545 SHS 1.141,675.00 5.0% 5.0% ENE ESO 1-97 257,500 SHS 11,415,075.00 5.0% ENE ESO 1-97 257,500 SHS 11,415,075.00 5.0% ENE ESO 1-98 73,831 SHS 1.323,256.00 1.0% ENE ESO 1-99 73,831 SHS 1.323,256.00 5.0% ENE ESO 1-97 257,500 SHS 11,415,075.00 5.0% ENE ESO 1-98 73,831 SHS 1.323,256.00 5.0% ENE ESO 1-98 7	ACCT RECV-MKL	190,278.26		
ACCT RECV-JUALLS 12,509.27 1.1% 1.1% ACCT RECV-JUALLS 5.370.96 0.0% 0.0% 0.0% 0.0% ACCT RECV-JUAL 22,878.99 0.0% 0.0% 0.0% ACCT RECV-E MCELROY 7.4550.00 0.0% 0.0% 0.0% ACCT RECV-E MCELROY 7.5550.00 0.0% 0.0% 0.0% 0.0% 0.0% 0.0% 0	ACCT RECV-RRH (DICKEY)	135,000.00		
ACCT RECV-JWALLS ACCT RECV-JAL ACCT RECV-JAL ACCT RECV-JAL ACCT RECV-JAL ACCT RECV-S MCELROY Total Short-term Receivables: 661,627.42  Notes Receivable: FAM PTRNS ANNUITY-2/KLL FAM PTRNS ANNUITY-2/KLL FAM PTRNS ANNUITY-2/KLL TOTAL CURRENT ASSETS  AMARKETABLE INVESTMENTS Enron Corp. Common Stock Fayer Sarofim MgmtCom Goldman Sachs-Com  Vested Exec Stock Options: CPQ ESO 4-97 25000SH (98) CPQ ESO 4-97 25000SH (98) CPQ ESO 4-97 470SH CPQ ESO 4-97 470SH ENE ESO 2-93 100000 SHS ENE ESO 2-93 100000 SHS ENE ESO 2-94 1000000 SHS ENE ESO 2-94 1000000 SHS ENE ESO 2-94 40000 SHS ENE ESO 2-94 400000 SHS ENE ESO 1-94 40280 SHS ENE ESO 1-94 90,280 SHS ENE ESO 1-94 90,280 SHS ENE ESO 1-94 55385 SHS ENE ESO 1-95 55385 SHS ENE ESO 1-96 55385 SHS ENE ESO 1-97 56,545 SHS ENE ESO 1-97 87,500 SHS ENE ESO 1-97 75,505 SHS ENE ESO 1-98 31,796 SHS ENE ESO 1-97 29,7500 SHS ENE ESO 1-98 31,796 SHS	ACCT RECV-BJONES	128,699.27		
ACCT RECV-E MCELROY TOTAL Short-term Receivables:  ACCT RECV-E MCELROY TOTAL Short-term Receivables:  Notes Receivable:  FAM PTRNS ANNUITY-2/KLL FAM PTRNS ANNUITY-2/KLL FAM PTRNS ANNUITY-2/LPL TOTAL CURRENT ASSETS   MARKETABLE INVESTMENTS Enron Corp. Common Stock Fayer Sarofim MgmtCom Cypress Asset MgmtCom Goldman Sachs-Com  Vested Exec Stock Options:  CPQ ESO 4-97 25000SH (98) CPC ESO 4-97 4370SH CPC ESO 4-97 4370SH CPC ESO 2-93 100000 SHS ENE SO 2-94 84000 SHS ENE ESO 2-94 1000000 SHS ENE ESO 2-94 1000000 SHS ENE ESO 2-94 1000000 SHS ENE ESO 1-94 55338 SHS ENE ESO 1-95 55385 SHS ENE ESO 1-95 83,156 SHS ENE ESO 1-96 83,156 SHS ENE ESO 1-97 56,545 SHS ENE ESO 1-97 55,545 SHS ENE ESO 1-97 56,545 SHS ENE ESO 1-97 55,545 SHS ENE ESO 1-97 56,545 SHS ENE ESO 1-97 56,545 SHS ENE ESO 1-97 56,545 SHS ENE ESO 1-97 83,313 SHS ENE ESO 1-98 81,750 SHS ENE ESO 1-97 87,500 SHS ENE ESO 1-97 85,545 SHS ENE ESO 1-97 55,545 SHS ENE ESO 1-97 56,545 SHS ENE ESO 1-97 87,500 SHS ENE ESO 1-98 81,750 SHS ENE ESO 1-98 81,7	ACCT RECV-JWALLS	5,370.96		
ACCT RECV-E MCELROY Total Short-term Receivables:  Notes Receivable: FAM PTRNS ANNUITY-2/KLL FAM PTRNS ANNUITY-2/LPL TOtal Notes Receivable:  L 458, 788, 277 Total Notes Receivable:  DOTAL CURRENT ASSETS  MARKETABLE INVESTMENTS Enron Corp. Common Stock Fayer Sarofim MgmtCom Sanders Morris Mundy-Com Goldman Sachs-Com  Goldman Sachs-Com  Vested Exec Stock Options:  CPQ ESO 4-97 25000SH (98) CPQ ESO 4-97 25000SH (99) 191,437,50 196 CPQ ESO 4-97 4370SH CPQ ESO 4-98 2,424 SHS ENE ESO 2-94 1000000 SHS ENE ESO 1-94 55385 SHS ENE ESO 1-94 55385 SHS ENE ESO 1-95 55385 SHS ENE ESO 1-96 55385 SHS ENE ESO 1-97 55,545 SHS ENE ESO 1-97 1-97,500 SHS ENE ESO 1-98 31,796 SHS ENE ESO 1-9		22,878.89		
Notes Receivable:   FAM PITRNS ANNUTTY-2/LPL		7.350.00		
FAM PTRNS ANNUITY-2/KLL 730.081.17 3.% 3.% 75	Total Short-term Receivables:	661,627.42	.3%	
FAM PTRNS ANNUITY-2/LPL TOLL Notes Receivable:  1.458,788,27 TOLL CURRENT ASSETS  DIAL COMMON SIGNAL COMMON	Notes Receivable:			
FAM PTRNS ANNUITY-2/LPL Total Notes Receivable:    L458,788,27   6%   6%     Common Stock   6,629,992.61     Fayez Sarofim MgmtCom   3,161,481.25     Sanders Morris Mundy-Com   2,075,491.62     Cypress Asset MgmtCom   144,500.00     Cypress Asset MgmtCom   144,500.00     Vested Exec Stock Options:    CPQ ESO 4-97 25000SH (98)   38,287.50   0%   0.%     CPQ ESO 4-97 25000SH (99)   191,437.50   1.%   1.%     CPQ ESO 4-97 370SH   68,466.98   0.%   0.%     CPQ ESO 4-97 25000SH (98)   2,2415.94   0.%   0.%     ENE ESO 2-93 100000 SHS   5,456,000.00   2.4%   2.4%     ENE ESO 2-94 84000 SHS   4,053,000:00   1.8%   1.8%     ENE ESO 12-94 90,280 SHS   4,626,850.00   2.0%   2.0%     ENE ESO 12-94 42,335 SHS   2,169,668.75   9%   9%     ENE ESO 1-95 53,353 SHS   2,893,866.25   1.3%   1.3%     ENE ESO 1-95 6,545 SHS   2,893,866.25   1.3%   1.3%     ENE ESO 1-96 73850 SHS   3,322,250.00   1.4%   1.5%     ENE ESO 1-96 73850 SHS   3,323,250.00   1.4%   1.5%     ENE ESO 1-97 297,500 SHS   1,718,378.29   7%   8.9%     ENE ESO 1-97 297,500 SHS   1,133,78.29   7%   8.9%     ENE ESO 1-97 297,500 SHS   1,132,667.48   6.9%   6.9%     ENE ESO 1-98 31,796 SHS   1,323,667.48   6.9%   6.9%     ENE ESO 1-98 73,831 SHS   1,322,887.39   8.9%     ENE	FAM PTRNS ANNUTTY-2/KLL	730 081 17	30/.	20/
TOTAL CURRENT ASSETS  1.458,788.27 2.050,645.71 9%  MARKETABLE INVESTMENTS Enron Corp. Common Stock Fayez Sarofim MgmtCom 3,161,481.25 Sanders Morris Mundy-Com 2,075,491.62 Cypress Asset MgmtCom. 3,161,481.25 Sanders Morris Mundy-Com 4,075,491.62 Cypress Asset MgmtCom. 144,500.00  Vested Exec Stock Options: CPQ ESO 4-97 25000SH (98) 38,287.50 0% 0% CPQ ESO 4-97 425000SH (99) 191,437.50 11% 11% CPQ ESO 4-98 2,424 SHS 22,415.94 0% 0% ENE ESO 2-93 100000 SHS 4,053,000.00 1.8% ENE ESO 2-94 4000 SHS 4,053,000.00 1.8% ENE ESO 12-94 40,280 SHS 4,626,850.00 2.0% ENE ESO 12-94 42,335 SHS 2,169,668.75 9% 9% ENE ESO 1-95 55385 SHS 2,893,866.25 1.3% 1.3% ENE ESO 1-95 55385 SHS 2,893,866.25 1.3% ENE ESO 1-95 6,545 SHS 3,323,250.00 1.4% 1.5% ENE ESO 1-96 73850 SHS 3,323,250.00 1.4% 1.5% ENE ESO 1-97 56,545 SHS 1,718,378.29 7% ENE ESO 1-97 56,545 SHS 1,718,378.29 7% ENE ESO 1-97 56,545 SHS 1,718,378.29 7% ENE ESO 1-97 297,500 SHS 11,415,075.00 5.0% ENE ESO 1-97 297,500 SHS 11,415,075.00 5.0% ENE ESO 1-98 31,796 SHS 1,323,667.48 6.6% ENE ESO 1-98 73,831 SHS 1,822,887.39 3.86	FAM PTRNS ANNUITY-2/LPL			
TOTAL CURRENT ASSETS  2.050,645.71  MARKETABLE INVESTMENTS Enron Corp. Common Stock Fayez Sarofim MgmtCom Sinch Monty-Com Cypress Asset MgmtCom. Goldman Sachs-Com  Vested Exec Stock Options: CPQ ESO 4-97 25000SH (98)  CPQ ESO 4-97 25000SH (98)  CPQ ESO 4-97 25000SH (99)  191,437.50  1.1%  CPQ ESO 4-97 4370SH 68,466.98 0% 0% CPQ ESO 4-98 2,424 SHS 22,415.94 0% CPQ ESO 2-93 100000 SHS 5,456,000.00  ENE ESO 2-93 100000 SHS 4,053,000:00  ENE ESO 2-94 8000 SHS 4,053,000:00  ENE ESO 2-94 40000 SHS 47,750,000.00  ENE ESO 12-94 90,280 SHS 46,66,850.00 20.7% 20.9% ENE ESO 12-94 42,335 SHS 4,666,850.00 20.7% 20.9% ENE ESO 12-94 42,335 SHS 4,666,850.00 20.7% 20.9% ENE ESO 12-95 55385 SHS 2,169,668.75 3,94  ENE ESO 12-95 1,256 SHS 3,544,386.72 1,5% ENE ESO 12-95 81,256 SHS 3,544,386.72 1,5% ENE ESO 1-95 55385 SHS 3,323,250.00 1,4% 1,5% ENE ESO 1-96 73830 SHS 3,323,250.00 1,4% 1,5% ENE ESO 1-97 56,545 SHS 1,718,378.29 7% 8% ENE ESO 1-97 56,545 SHS 1,718,378.29 7% 8% ENE ESO 1-97 297,500 SHS 11,415,075.00 5.0% ENE ESO 1-97 297,500 SHS 11,415,075.00 5.0% ENE ESO 1-98 31,796 SHS 1,323,667.48 6.6% ENE ESO 1-98 73,831 SHS 1,822,387.39 8%	Total Notes Receivable:			
MARKETABLE INVESTMENTS Enron Cop. \$ 56,441,753.25 Common Stock 9,629,992.61 Fayez Sarofim MgmtCom 3,161,481.25 Sanders Morris Mundy-Com 2,075,491.62 Cypress Asset MgmtCom. 2,912,650.40 Goldman Sachs-Com 144,500.00  Vested Exec Stock Options: CPQ ESO 4-97 25000SH (98) 38,287.50 0% 0% CPQ ESO 4-97 25000SH (99) 191,437.50 11% 1.% CPQ ESO 4-97 4370SH 68,466.98 0% 0% CPQ ESO 4-98 2,424 SHS 22,415.94 0% 0% ENE ESO 2-93 100000 SHS 5,456,000.00 2.4% 2.4% ENE ESO 2-94 100000 SHS 4,053,000:00 1.3% 1.8% ENE ESO 2-94 4000 SHS 4,053,000:00 1.3% 1.8% ENE ESO 12-94 4000 SHS 4,626,850.00 2.0% 2.0% ENE ESO 12-94 90,280 SHS 4,626,850.00 2.0% 2.0% ENE ESO 12-94 2335 SHS 2,169,668.75 9% 9% ENE ESO 12-95 81,256 SHS 2,893,866.25 1.3% 1.3% ENE ESO 12-96 44,335 SHS 2,169,668.75 9% 9% ENE ESO 12-96 44,483 SHS 1,718,378.29 7% 1.6% ENE ESO 12-96 73,850 SHS 3,323,250.00 1.4% 1.5% ENE ESO 1-97 297,500 SHS 1,1415,075.00 5.0% ENE ESO 1-97 297,500 SHS 1,1415,075.00 5.0% ENE ESO 1-97 831,796 SHS 1,323,657.48 6% ENE ESO 1-98 31,796 SHS 1,323,657.48 6% ENE ESO 1-98 73,831 SHS 1,323,657.48 6% ENE ESO 1-98 73,831 SHS 1,322,887.39 8%	TOTAL CURRENT ASSETS			
Enron Corp. Common Stock Fayez Sarofim MgmtCom Sanders Morris Mundy-Com Cypress Asset MgmtCom. Goldman Sachs-Com  Vested Exec Stock Options:  CPQ ESO 4-97 25000SH (98) CPQ ESO 4-97 25000SH (99) 191,437.50 1.1% 1.1% 1.1% 1.1% 1.1% 1.1% 1.1% 1.1		=======================================	.2 ,0	.9 <i>%</i> n
Enron Corp. Common Stock Fayez Sarofim MgmtCom Sanders Morris Mundy-Com Cypress Asset MgmtCom. Goldman Sachs-Com  Vested Exec Stock Options:  CPQ ESO 4-97 25000SH (98) CPQ ESO 4-97 25000SH (99) 191,437.50 1.1% 1.1% 1.1% 1.1% 1.1% 1.1% 1.1% 1.1				
Common Stock 9,629,992.61 Fayez Sarofim MgmtCom 3,161,481.25 Sanders Morris Mundy-Com 2,075,491.62 Cypress Asset MgmtCom. 2,912,650.40 Goldman Sachs-Com 144,500.00  Vested Exec Stock Options:  CPQ ESO 4-97 25000SH (98) 38,287.50 .0% .0% CPQ ESO 4-97 25000SH (99) 191,437.50 .11% .11% CPQ ESO 4-97 4370SH 68,466.98 .0% .0% CPQ ESO 4-98 2,424 SHS 22,415.94 .0% .0% ENE ESO 2-93 100000 SHS 5,456,000.00 2.4% 2.4% ENE ESO 2-94 84000 SHS 4,053,000:00 1.8% 1.8% ENE ESO 2-94 84000 SHS 4,053,000:00 1.8% 1.8% ENE ESO 12-94 90,280 SHS 4,626,850.00 20.7% 20.9% ENE ESO 12-94 90,280 SHS 2,169,668.75 9.9% 9.9% ENE ESO 12-95 55385 SHS 2,169,668.75 9.9% 9.9% ENE ESO 12-95 73,850 SHS 3,323,250.00 1.4% 1.3% ENE ESO 12-96 73850 SHS 3,323,250.00 1.4% 1.5% ENE ESO 1-97 56,545 SHS 1,718,378.29 7.7% 3.8% ENE ESO 1-97 756,545 SHS 2,106,301.25 9.9% 9.9% ENE ESO 1-97 56,545 SHS 1,18,378.29 7.7% 3.8% ENE ESO 1-97 56,545 SHS 1,18,075.00 5.0% 5.0% ENE ESO 1-97 277,500 SHS 1,415,075.00 5.0% 5.0% ENE ESO 1-98 31,796 SHS 1,323,667.48 6.6% 6.6% ENE ESO 1-98 31,796 SHS 1,323,667.48 6.6% ENE ESO 1-98 73,831 SHS 1,822,387.39 .8%				
Fayez Sarofim MgmtCom	•	,		
Sanders Morris Mundy-Com   2,075,491.62   2,912,650.40   Goldman Sachs-Com   144,500.00				•
Cypress Asset MgmtCom. Goldman Sachs-Com  144,500.00  Vested Exec Stock Options:  CPQ ESO 4-97 25000SH (98)  38,287.50  .0%  .0%  CPQ ESO 4-97 25000SH (99)  191,437.50  .1%  CPQ ESO 4-97 4370SH  68,466.98  .0%  .0%  CPQ ESO 4-98 2,424 SHS  22,415.94  .0%  ENE ESO 2-93 100000 SHS  5,456,000.00  2.4%  ENE ESO 2-94 84000 SHS  4,053,000:00  1.8%  ENE ESO 2-94 1000000 SHS  47,750,000.00  20.7%  ENE ESO 12-94 90,280 SHS  4,626,850.00  2.0%  ENE ESO 12-94 42,335 SHS  2,169,668.75  9,9%  ENE ESO 12-95 81,256 SHS  2,893,866.25  1.3%  ENE ESO 12-95 81,256 SHS  3,544,386.72  1.5%  ENE ESO 12-96 44,483 SHS  1,718,378.29  ENE ESO 12-97 644,483 SHS  1,718,378.29  ENE ESO 1-97 297,500 SHS  1,415,075.00  ENE ESO 1-97 297,500 SHS  1,415,075.00  ENE ESO 1-98 31,796 SHS  1,323,667.48  6%  ENE ESO 12-98 73,831 SHS  1,822,887.39  .8%	<del>_</del>			
Goldman Sachs-Com       144,500.00         Vested Exec Stock Options:         CPQ ESO 4-97 25000SH (98)       38,287.50       .0%       .0%         CPQ ESO 4-97 25000SH (99)       191,437.50       .1%       .1%         CPQ ESO 4-97 25000SH (99)       191,437.50       .1%       .1%         CPQ ESO 4-97 25000SH (99)       191,437.50       .1%       .1%         CPQ ESO 4-97 25000SH (99)       .1%       .1%       .1%       .1%       .1%         .2415.94       .0%       .0%       .0%       .0%       .0%       .0%       .0%       .0%       .0%       .0%       .0%       .24%         ENE ESO 2-94 1000000 SHS       4,053,000:00       1.8%       1.8%         ENE ESO 12-94 42.335 SHS       42,335 SHS       4,626,850.00       2.0%       2.0%       .20%       .20%       .20%       .20% <th< td=""><td></td><td colspan="3"></td></th<>				
Vested Exec Stock Options:  CPQ ESO 4-97 25000SH (98)  CPQ ESO 4-97 25000SH (99)  191,437.50  11%  CPQ ESO 4-97 4370SH  68,466.98  0%  0%  CPQ ESO 4-98 2,424 SHS  22,415.94  0%  ENE ESO 2-94 84000 SHS  4,053,000:00  1.8%  ENE ESO 2-94 1000000 SHS  47,750,000:00  ENE ESO 12-94 90,280 SHS  4,626,850:00  ENE ESO 12-94 42,335 SHS  ENE ESO 1-95 55385 SHS  2,893,866.25  1.3%  ENE ESO 12-95 81,256 SHS  3,323,250:00  1.4%  1.5%  ENE ESO 12-96 44,483 SHS  1,718,378.29  T%  ENE ESO 1-97 56,545 SHS  2,106,301.25  9%  ENE ESO 1-97 297,500 SHS  11,415,075:00  5.0%  ENE ESO 1-98 31,796 SHS  1,323,667.48  ENE ESO 12-98 73,831 SHS  1,822,387.39  8%  ENE ESO 12-98 73,831 SHS  1,822,387.39  8%	7.			
CPQ ESO 4-97 25000SH (98)       38,287.50       .0%       .0%         CPQ ESO 4-97 25000SH (99)       191,437.50       .1%       .1%         CPQ ESO 4-97 4370SH       68,466.98       .0%       .0%         CPQ ESO 4-98 2,424 SHS       22,415.94       .0%       .0%         ENE ESO 2-93 100000 SHS       5,456,000.00       2.4%       2.4%         ENE ESO 2-94 84000 SHS       4,053,000:00       1.8%       1.8%         ENE ESO 12-94 90,280 SHS       47,750,000.00       20.7%       20.9%         ENE ESO 12-94 42,335 SHS       2,169,668.75       .9%       .9%         ENE ESO 12-95 5385 SHS       2,893,866.25       1.3%       1.3%         ENE ESO 1-95 5385 SHS       3,544,386.72       1.5%       1.6%         ENE ESO 1-96 73850 SHS       3,323,250.00       1.4%       1.5%         ENE ESO 1-96 73850 SHS       1,718,378.29       .7%       .8%         ENE ESO 1-97 56,545 SHS       2,106,301.25       .9%       .9%         ENE ESO 1-97 297,500 SHS       11,415,075.00       5.0%       5.0%         ENE ESO 1-98 31,796 SHS       1,323,667.48       .6%       .6%         ENE ESO 12-98 73,831 SHS       1,822,887.39       .8%       .8%	Goldman Sachs-Com		144,500.00	
CPQ ESO 4-97 25000SH (98)       38,287.50       .0%       .0%         CPQ ESO 4-97 25000SH (99)       191,437.50       .1%       .1%         CPQ ESO 4-97 4370SH       68,466.98       .0%       .0%         CPQ ESO 4-98 2,424 SHS       22,415.94       .0%       .0%         ENE ESO 2-93 100000 SHS       5,456,000.00       2.4%       2.4%         ENE ESO 2-94 84000 SHS       4,053,000:00       1.8%       1.8%         ENE ESO 12-94 90,280 SHS       47,750,000.00       20.7%       20.9%         ENE ESO 12-94 42,335 SHS       2,169,668.75       .9%       .9%         ENE ESO 12-95 5385 SHS       2,893,866.25       1.3%       1.3%         ENE ESO 1-95 5385 SHS       3,544,386.72       1.5%       1.6%         ENE ESO 1-96 73850 SHS       3,323,250.00       1.4%       1.5%         ENE ESO 1-96 73850 SHS       1,718,378.29       .7%       .8%         ENE ESO 1-97 56,545 SHS       2,106,301.25       .9%       .9%         ENE ESO 1-97 297,500 SHS       11,415,075.00       5.0%       5.0%         ENE ESO 1-98 31,796 SHS       1,323,667.48       .6%       .6%         ENE ESO 12-98 73,831 SHS       1,822,887.39       .8%       .8%				
CPQ ESO 4-97 25000SH (98)       38,287.50       .0%       .0%         CPQ ESO 4-97 25000SH (99)       191,437.50       .1%       .1%         CPQ ESO 4-97 4370SH       68,466.98       .0%       .0%         CPQ ESO 4-98 2,424 SHS       22,415.94       .0%       .0%         ENE ESO 2-93 100000 SHS       5,456,000.00       2.4%       2.4%         ENE ESO 2-94 84000 SHS       4,053,000:00       1.8%       1.8%         ENE ESO 12-94 90,280 SHS       47,750,000.00       20.7%       20.9%         ENE ESO 12-94 42,335 SHS       2,169,668.75       .9%       .9%         ENE ESO 12-95 5385 SHS       2,893,866.25       1.3%       1.3%         ENE ESO 1-95 5385 SHS       3,544,386.72       1.5%       1.6%         ENE ESO 1-96 73850 SHS       3,323,250.00       1.4%       1.5%         ENE ESO 1-96 73850 SHS       1,718,378.29       .7%       .8%         ENE ESO 1-97 56,545 SHS       2,106,301.25       .9%       .9%         ENE ESO 1-97 297,500 SHS       11,415,075.00       5.0%       5.0%         ENE ESO 1-98 31,796 SHS       1,323,667.48       .6%       .6%         ENE ESO 12-98 73,831 SHS       1,822,887.39       .8%       .8%	Verted Exec Stock Options:			
CPQ ESO 4-97 25000SH (99)       191,437.50       .1%       .1%         CPQ ESO 4-97 4370SH       68,466.98       .0%       .0%         CPQ ESO 4-98 2,424 SHS       22,415.94       .0%       .0%         ENE ESO 2-93 100000 SHS       5,456,000.00       2.4%       2.4%         ENE ESO 2-94 84000 SHS       4,053,000:00       1.8%       1.8%         ENE ESO 2-94 1000000 SHS       47,750,000.00       20.7%       20.9%         ENE ESO 12-94 90,280 SHS       4,626,850.00       2.0%       2.0%         ENE ESO 12-94 42,335 SHS       2,169,668.75       9%       .9%         ENE ESO 12-95 55385 SHS       2,893,866.25       1.3%       1.3%         ENE ESO 1-95 57385 SHS       3,544,386.72       1.5%       1.6%         ENE ESO 1-96 73850 SHS       3,323,250.00       1.4%       1.5%         ENE ESO 1-96 44,483 SHS       1,718,378.29       .7%       .8%         ENE ESO 1-97 56,545 SHS       2,106,301.25       .9%       .9%         ENE ESO 1-97 297,500 SHS       11,415,075.00       5.0%       5.0%         ENE ESO 1-98 73,831 SHS       1,323,667.48       .6%       .6%         ENE ESO 12-98 73,831 SHS       1,822,887.39       .8%       .8%          ENE ESO 12-		38 287 50	0%	0%
CPQ ESO 4-97 4370SH       68,466.98       .0%       .0%         CPQ ESO 4-98 2,424 SHS       22,415.94       .0%       .0%         ENE ESO 2-93 100000 SHS       5,456,000.00       2.4%       2.4%         ENE ESO 2-94 84000 SHS       4,053,000:00       1.8%       1.8%         ENE ESO 2-94 1000000 SHS       47,750,000.00       20.7%       20.9%         ENE ESO 12-94 90,280 SHS       4,626,850.00       2.0%       2.0%         ENE ESO 12-94 42,335 SHS       2,169,668.75       9%       .9%         ENE ESO 1-95 55385 SHS       2,893,866.25       1.3%       1.3%         ENE ESO 1-95 81,256 SHS       3,544,386.72       1.5%       1.6%         ENE ESO 1-96 73850 SHS       3,323,250.00       1.4%       1.5%         ENE ESO 12-96 44,483 SHS       1,718,378.29       .7%       .8%         ENE ESO 1-97 56,545 SHS       2,106,301.25       .9%       .9%         ENE ESO 1-98 31,796 SHS       1,323,667.48       .6%       .6%         ENE ESO 12-98 73,831 SHS       1,822,887.39       .8%       .8%				
CPQ ESO 4-98 2,424 SHS       22,415.94       .0%       .0%         ENE ESO 2-93 100000 SHS       5,456,000.00       2.4%       2.4%         ENE ESO 2-94 84000 SHS       4,053,000:00       1.8%       1.8%         ENE ESO 2-94 1000000 SHS       47,750,000.00       20.7%       20.9%         ENE ESO 12-94 90,280 SHS       4,626,850.00       2.0%       2.0%         ENE ESO 12-94 42,335 SHS       2,169,668.75       9%       .9%         ENE ESO 1-95 55385 SHS       2,893,866.25       1.3%       1.3%         ENE ESO 1-95 81,256 SHS       3,544,386.72       1.5%       1.6%         ENE ESO 1-96 73850 SHS       3,323,250.00       1.4%       1.5%         ENE ESO 1-96 74,483 SHS       1,718,378.29       .7%       .8%         ENE ESO 1-97 56,545 SHS       2,106,301.25       .9%       .9%         ENE ESO 1-97 297,500 SHS       11,415,075.00       5.0%       5.0%         ENE ESO 1-98 31,796 SHS       1,323,667.48       .6%       .6%         ENE ESO 12-98 73,831 SHS       1,822,887.39       .8%       .8%	· · · · · · · · · · · · · · · · · · ·			
ENE ESO 2-93 100000 SHS  ENE ESO 2-94 84000 SHS  ENE ESO 2-94 84000 SHS  ENE ESO 2-94 1000000 SHS  ENE ESO 12-94 90,280 SHS  ENE ESO 12-94 42,335 SHS  ENE ESO 12-94 42,335 SHS  ENE ESO 1-95 55385 SHS  ENE ESO 1-95 55385 SHS  ENE ESO 1-95 81,256 SHS  ENE ESO 1-96 73850 SHS  ENE ESO 1-96 73850 SHS  ENE ESO 1-96 73850 SHS  ENE ESO 1-97 56,545 SHS  ENE ESO 1-97 56,545 SHS  ENE ESO 1-97 297,500 SHS  ENE ESO 1-98 31,796 SHS  ENE ESO 12-98 73,831 SHS  1,323,667.48  ENE ESO 12-98 73,831 SHS  1,323,867.39  ENE ESO 12-98 73,831 SHS	•			
ENE ESO 2-94 84000 SHS 4,053,000:00 1.8% 1.8% ENE ESO 2-94 1000000 SHS 47,750,000:00 20.7% 20.9% ENE ESO 12-94 90,280 SHS 4,626,850:00 2.0% 2.0% ENE ESO 12-94 42.335 SHS 2,169,668.75 9% 9% 9% ENE ESO 1-95 55385 SHS 2,893,866.25 1.3% 1.3% ENE ESO 12-95 81,256 SHS 3,544,386.72 1.5% 1.6% ENE ESO 1-96 73850 SHS 3,323,250:00 1.4% 1.5% ENE ESO 12-96 44,483 SHS 1,718,378.29 .7% 38% ENE ESO 1-97 56,545 SHS 2,106,301.25 .9% 9% ENE ESO 1-97 297,500 SHS 11,415,075:00 5.0% 5.0% ENE ESO 1-98 31,796 SHS 1,323,667.48 6.6% 6.6% ENE ESO 12-98 73,831 SHS 1,822,887.39 88% 88%	•	·		
ENE ESO 2-94 1000000 SHS 47,750,000.00 20.7% 20.9% ENE ESO 12-94 90,280 SHS 4,626,850.00 2.0% 2.0% ENE ESO 12-94 42.335 SHS 2,169,668.75 9% 9% 9% ENE ESO 1-95 55385 SHS 2,893,866.25 1.3% 1.3% ENE ESO 12-95 81,256 SHS 3,544,386.72 1.5% 1.6% ENE ESO 1-96 73850 SHS 3,323,250.00 1.4% 1.5% ENE ESO 12-96 44,483 SHS 1,718,378.29 .7% .8% ENE ESO 1-97 56,545 SHS 2,106,301.25 .9% .9% ENE ESO 1-97 297,500 SHS 11,415,075.00 5.0% 5.0% ENE ESO 1-98 31,796 SHS 1,323,667.48 .6% .6% ENE ESO 12-98 73,831 SHS 1,822,887.39 .8% .8%		• •		
ENE ESO 12-94 42.335 SHS 2,169,668.75 9% 9% ENE ESO 1-95 55385 SHS 2,893,866.25 1.3% 1.3% ENE ESO 12-95 81,256 SHS 3,544,386.72 1.5% 1.6% ENE ESO 1-96 73850 SHS 3,323,250.00 1.4% 1.5% ENE ESO 12-96 44,483 SHS 1,718,378.29 .7% .8% ENE ESO 1-97 56,545 SHS 2,106,301.25 .9% .9% ENE ESO 1-97 297,500 SHS 11,415,075.00 5.0% 5.0% ENE ESO 1-98 31,796 SHS 1,323,667.48 .6% .6% ENE ESO 12-98 73,831 SHS 1,822,887.39 .8%	ENE ESO 2-94 1000000 SHS			20.9%
ENE ESO 1-95 55385 SHS  ENE ESO 1-95 55385 SHS  ENE ESO 12-95 81,256 SHS  ENE ESO 1-96 73850 SHS  ENE ESO 1-96 73850 SHS  ENE ESO 12-96 44,483 SHS  ENE ESO 12-96 44,483 SHS  ENE ESO 1-97 56,545 SHS  ENE ESO 1-97 56,545 SHS  ENE ESO 1-97 297,500 SHS  ENE ESO 1-98 31,796 SHS  ENE ESO 1-98 73,831 SHS  ENE ESO 12-98 73,831 SHS	ENE ESO 12-94 90,280 SHS	4,626,850.00	2.0%	2.0%
ENE ESO 1-95 55385 SHS       2,893,866.25       1.3%       1.3%         ENE ESO 12-95 81,256 SHS       3,544,386.72       1.5%       1.6%         ENE ESO 1-96 73850 SHS       3,323,250.00       1.4%       1.5%         ENE ESO 12-96 44,483 SHS       1,718,378.29       .7%       .8%         ENE ESO 1-97 56,545 SHS       2,106,301.25       .9%       .9%         ENE ESO 1-97 297,500 SHS       11,415,075.00       5.0%       5.0%         ENE ESO 1-98 31,796 SHS       1,323,667.48       .6%       .6%         ENE ESO 12-98 73,831 SHS       1,822,887.39       .8%       .8%	ENE ESO 12-94 42.335 SHS	2,169,668.75	₹ .9%	.9%
ENE ESO 1-96 73850 SHS       3,323,250.00       1.4%       1.5%         ENE ESO 12-96 44,483 SHS       1,718,378.29       .7%       .8%         ENE ESO 1-97 56,545 SHS       2,106,301.25       .9%       .9%         ENE ESO 1-97 297,500 SHS       11,415,075.00       5.0%       5.0%         ENE ESO 1-98 31,796 SHS       1,323,667.48       .6%       .6%         ENE ESO 12-98 73,831 SHS       1,822,887.39       .8%       .8%	ENE ESO 1-95 55385 SHS		1.3%	1.3%
ENE ESO 12-96 44,483 SHS       1,718,378.29       .7%       .8%         ENE ESO 1-97 56,545 SHS       2,106,301.25       .9%       .9%         ENE ESO 1-97 297,500 SHS       11,415,075.00       5.0%       5.0%         ENE ESO 1-98 31,796 SHS       1,323,667.48       .6%       .6%         ENE ESO 12-98 73,831 SHS       1,822,887.39       .8%       .8%	ENE ESO 12-95 81,256 SHS	3,544,386.72	1.5%	1.6%
ENE ESO 12-96 44,483 SHS       1,718,378.29       .7%       .8%         ENE ESO 1-97 56,545 SHS       2,106,301.25       .9%       .9%         ENE ESO 1-97 297,500 SHS       11,415,075.00       5.0%       5.0%         ENE ESO 1-98 31,796 SHS       1,323,667.48       .6%       .6%         ENE ESO 12-98 73,831 SHS       1,822,887.39       .8%       .8%	ENE ESO 1-96 73850 SHS		1.4%	1.5%
ENE ESO 1-97 56,545 SHS       2,106,301.25       .9%       .9%         ENE ESO 1-97 297,500 SHS       11,415,075.00       5.0%       5.0%         ENE ESO 1-98 31,796 SHS       1,323,667.48       .6%       .6%         ENE ESO 12-98 73,831 SHS       1,822,887.39       .8%       .8%				.8%
ENE ESO 1-97 297,500 SHS       11,415,075.00       5.0%       5.0%         ENE ESO 1-98 31,796 SHS       1,323,667.48       .6%       .6%         ENE ESO 12-98 73,831 SHS       1,822,887.39       .8%       .8%	ENE ESO 1-97 56,545 SHS		.9%	.9%
ENE ESO 1-98 31,796 SHS       1,323,667.48       .6%       .6%         ENE ESO 12-98 73,831 SHS       1,822,887.39       .8%       .8%	ENE ESO 1-97 297,500 SHS		5.0%	5.0%
ENE ESO 12-98 73,831 SHS 1.822.887.39 .8% .8%				.6%
Total Vested Exec Stock Options:         92,523,939.05         40.2%         40.5%	ENE ESO 12-98 73,831 SHS	1.822.887.39	.8%	.8%
	Total Vested Exec Stock Options:	92,523,939.05	40.2%	40.5%

	Balance	% of Total Assets	% of Working Assets
Corporate Bond-Convertibl:			
LAKEWOOD SPORT CONV/SMM-JT	52,250.00	.0%	.0%
LAKEWOOD SPORT-1/SMM-JT	52,250.00	.0%	.0%
LAKEWOOD SPRT CONV2/SMM-JT	30.041.00	.0%	.0%
Total Corporate Bond-Convertibl:	134,541.00	.1%	.1%
Mutual Funds:	•	e	
TCW SELECT EQUITIES FUND	1,029,090.91	.4%	.5%
TCW MID CAP GRWTH/NB	725,088,71	.3%	.3%
Total Mutual Funds:	1,754,179.62	.8%	.8%
Partnerships-other.			
KLL & LPL INVESTMENT PTRNS	21,847,333.00	9.5%	9.6%
KLL & LPL FAMILY PTRNS	672,659.00	.3%	.3%
Total Partnerships-other.	22,519,992,00	9.8%	9.8%
TOTAL MARKETABLE INVESTMENTS	191,298,520.80	83.1%	83.7%
LONG-TERM INVESTMENTS			
Residence:			
REAL ESTATE/HUNTINGDON	8,750,550.23	3.8%	3.8%
REAL ESTATE/LOOSCAN	1,282,327,75	.6%	.6%
Total Residence:	10,032,877.98	4.4%	4.4%
Real Estate Other Homes:			
REAL ESTATE/ASPEN	2,863,697.02	1.2%	1.3%
REAL ESTATE/B-3431	444,903.63	.2%	.2%
PIRATES' COVE LOTS	297,101.50	.1%	.1%
REAL ESTATE/B-3429	693,276.17	.3%	.3%
REAL ESTATE/B-3433	736,591.81	.3%	.3%
REAL ESTATE/REBA	492,639.61	.2%	.2%
REAL ESTATE/MO	450,734.32	.2%	.2%
REAL ESTATE/CREEKSTONE LOT	1,679,069.25	.7%	.7%
REAL ESTATE/WESTGATE	283,195.50	.1%	.1%
REAL ESTATE/2514 AVALON	280.334.43	.1%	.1%
Total Real Estate Other Homes:	8,221,543.24	3.6%	3.6%
Real Estate Active Rental:			·
REAL ESTATE/1741SR	147,309.00	.1%	.1%
REAL ESTATE/1852MAR	104,044.97	.0%	.0%
REAL ESTATE/1856MAR	167,250.00	.1%	.1%
REAL ESTATE/1918SR	237,328.00	.1%	.1%
REAL ESTATE/KINGS	188,000.00	.1%	.1%
REAL ESTATE/VIKING	60,000.00	.0%	.0%
Total Real Estate Active Rental:	903,931.97	.4%	.4%

	Balance	% of Total Assets	% of Working Assets
Real Estate Passive:			
COLORADO OASIS LTD.	347,990.00	.2%	.2%
CREEKSTONE SOUTH RICE PTRS	300,000.00	.1%	.1%
SEAWALL APARTMENTS, LTD.	140,511.00	.1%	.1%
LAKE CHARLES APTS., LTD.	240,000.00	.1%	.1%
MILAND INVESTMENTS LLC	170,000.00	.1%	.1%
J.T.FAM,SR. INVEST., LTD.	242,550.00	.1%	.1%
W.E. TRADE INVESTMENTS LTD	217,800.00	.1%	.1%
W.A.REHAUSENLOT INV LTD	100,980,00	.0%	.0%
Total Real Estate Passive:	1,759,831.00	.8%	.8%
Farming Interests:			
11 ACRES ILLINOIS	<u>4,500,00</u>	.0%	.0%
Total Farming Interests:	4,500.00	.0%	.0%
Other Investment-Passive:			
BRUIN INTERESTS, L.P.	44,581.25	.0%	.0%
CAPRICORN INVESTORS II LP	561,018.50	.2%	.2%
CAPRICORN INVESTORS III	15,000.00	.0%	.0%
CORPORATE OPPT FUND/SMM-JT	- 75,000.00	.0%	.0%
KESTREL VENTURES, LLC	60,000.00	.0%	.0%
USA CAFE LLC/SMM-JT	30,526.00	.0%	.0%
CHAMPION L.L.C/SMM-JT	100,000.00	.0%	.0%
CON-EQUIP LLC/SMM-JT	100.000.00	.0%	.0%
Total Other Investment-Passive:	986.125.75	.4%	.4%
TOTAL LONG-TERM INVESTMENTS	21,908,809.94	9.5%	9.6%
RETIREMENT/DEFERRED ASSETS			
IRA:			
FIDELITY MAGELLAN/KLL	59.327.25	.0%	.0%
Total IRA:	59,327.25	.0%	.0%
IRA/Spouse:			
FIDELITY MAGELLAN/LPL	<u>59.401.71</u>	.0%	.0%
Total IRA/Spouse:	59,401.71	.0%	.0%
Keogh Account:			
SCUDDER GRWTH & INC/KLL	387,521.56	.2%	.2%
SCUDDER INCOME/KLL	23,565.43	.0%	.0%
SCUDDER ST BOND/KLL	<u> 25.154.57</u>	.0%	.0%
Total Keogh Account:	436,241.56	.2%	.2%
Retirement Plan:			
ENRON-RETIREMENT	2,961,560.00	1.3%	1.3%
ENRON SAVINGS 401(K)	4,051,840.14	1.8%	1.8%

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	Balance	% of Total Assets	% of Working Assets
ENRON ESOP	8,168.51	.0%	.0%
FID GROWTH CO 401(K)/KLL	13,734.37	.0%	.0%
FID OTC 401(K)/KLL	9,846.78	.0%	.0%
FID OVERSEAS 401(K)/KLL	16,385.88	.0%	.0%
FID MAGELLAN 401(K)/KLL	45,772,61	.0%	.0%
Total Retirement Plan:	7,107,308.29	3.1%	3.1%
Deferred Compensat'n Plan:	•	•	
ENRON DEFERRED COMP-85	3,178,450.76	1.4%	1.4%
ENRON DEFERRED COMP-94	638,799.84	.3%	.3%
ENRON PHANTOM STOCK DEF	863,665.86	.4%	.4%
ELI LILLY DEFERRED COMP	1.068.625.73	.5%	.5%
	5,749,542,19	2.5%	2.5%
Total Deferred Compensatin Plan:			
TOTAL RETIREMENT/DEFERRED ASSETS	13.411.821.00	5.8%	5.9%
TOTAL WORKING ASSETS	228,669,797.45	99.3%	100.0%
PERSONAL/NON-EARNING ASSET			
Automobile(s):			
90 JEEP WRANGLER	6,825.00	.0%	
90 RANGE ROVER	13,600.00	.0%	
92 4WD JEEP CHEROKEE	11,750.00	.0%	
93 MERCEDES 600SL	63,975.00	.0%	
90 SUBURBAN	8,600.00	.0%	
96 RANGE ROVER	43,525.00	.0%	
99 MERCEDES ML430	52,693.33	.0%	
00 MERCEDES S500V	98,701.59	.0%	
Total Automobile(s):	299,669.92	.1%	
Home Furnishings:			
HOME FURNISHINGS/HUNT	695,922.26	.3%	
HOME FURNISHINGS/LOOSCAN	42,025.59	.0%	
HOME FURNISHINGS/ASPEN	141,939.13	.1%	
HOME FURNISHINGS/A-3431	158,645.29	.1%	
HOME FURNISHINGS/B-3429	86,172.06	.0%	
HOME FURNISHINGS/B-3423		.0%	
Total Home Furnishings:	<u>25.735.92</u> 1,150,440.25	.5%	
1 otal Home r unishings.	1,150,740.25	.5 / 6	
Other Vehicles & Equip:			
BW 21' OUTRAGE BOAT	49,327.00	.0%	
DUFFY 18' ELECTRIC BOAT	14,131.25	.0%	
LYNN SAILBOAT	1,400.00	.0%	
HURRICANE 19'	22,695.14	.0%	
SPIRIT CANOE	406.43	.0%	
WATERWHEELER MK III	722.44	.0%	,
SUPER SPORT BOAT 1997	33,502,74	.0%	

Total Other Vehicles & Equip: TOTAL PERSONAL/NON-EARNING ASSET TOTAL ASSETS	Balance 122,185,00 1,572,295,17 230,242,092.62	% of Total Assets .1% .7% 100.0%	% of Working Assets
LIABILITIES			
CURRENT LIABILITIES		•	
Credit Cards:			
AMER. EXPRESS/RL	-26,018.06	.0%	.0%
AMERICAN EXPRESS	<del>-4</del> 1,495.95	.0%	.0%
MASTERCARD 5551	4,117.11	.0%	.0%
NEIMAN MARCUS 1314	-388.62	.0%	.0%
NEIMAN MARCUS 7487	-213.57	.0%	.0%
VISA GOLD 4151	4.861.71	.0%	.0%
Total Credit Cards:	-59,137.38	.0%	.0%
Notes Payable:			
CHASE BANK LOC	3,792,000.00	1.6%	1.7%
COMPASS BANK LOC	7,989,871.12	3.5%	3.5%
NATIONSBANK \$37.5M NON PUR	29,389,999.56	12.8%	12.9%
ACCT PAYABLE (ST)-ENRON	139,424,15	.1%	.1%
Total Notes Payable:	41,311,294.83	17.9%	18.1%
Security Deposits:			
SEC DEPOSIT/Z-1918SR	1,550.20	.0%	.0%
SEC DEPOSIT/Z-1856MAR	125.00	.0%	.0%
SEC DEPOSIT/Z-MCDUF	150.00	.0%	.0%
Total Security Deposits:	1,825.20	.0%	.0%
Margin Acct Liability:			
GOLDMAN SACHS MARG-FS/GS	1.504.231.94	.7%	.7%
Total Margin Acet Liability:	1.504.231.94	.7%	.7%
TOTAL CURRENT LIABILITIES	42,758,214.59	18.6%	18.7%
LONG-TERM LIABILITIES			
Home Mortgage:			
NATIONS BANK/LOOSCAN	629,968.42	.3%	.3%
NATIONS BANK/HUNTINGDON	4,446,413.57	1.9%	1.9%
NATIONS BANK/HUNT #2 LIEN	498,816.31	.2%	.2%
NATIONSBANK/HUNT #3 LIEN	499,648.13	.2%	.2%
Total Home Mortgage:	6,074,846.43	2.6%	2.7%
1 our mone money.	0,077,070.73	2.076	2.770
Other Real Estate Mtge:			
NATIONS BANK/ASPEN	1,542,840.00	.7%	.7%
CITICORP MORTGAGE/B-3431	220,228.89	.1%	.1%

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	Balance	% of Total Assets	% of Working Assets
NATIONS BANK/LOTS	108,750.00	.0%	.0%
MACON BLDG. & LOAN/MO	109,930.85	.0%	.0%
NATIONSBANK/B-3429	249,684.40	.1%	.1%
NATIONSBANK/B-3433	535,894.33	.2%	.2%
NATIONSBANK/REBA	326,224.73	.1%	.1%
NATIONSBANK/2514 AVALON	225,000.00	.1%	.1%
NATIONSBANK/CREEKSTONE LOT	1,200,000,00	.5%	.5%
Total Other Real Estate Mtge:	4,518,553.20	2.0%	2.0%
Investment Liabilities:			
NATIONSBANK/WESTGATE LOT	191,250,00	.1%	.1%
Total Investment Liabilities:	191,250.00	.1%	.1%
Deferred Tax Liabilities:			
DEF TAX LIAB-STK OPT ONLY	<u>44.519.530.40</u>	19.3%	19.5%
Total Deferred Tax Liabilities:	44.519.530.40	19.3%	19.5%
TOTAL LONG-TERM LIABILITIES	55,304,180.03	24.0%	24.2%
BUSINESS LIABILITIES			
Employer Taxes/Bus:		201	00/
FICA WITHHELD-EE (TX)	49,377.53	.0%	.0%
FICA WITHHELD-LPL EE(TX)	2,912.80	.0%	.0%
FIT WITHHELD-EE (TX)	92,734.51	.0%	.0%
FIT WITHHELD-LPL EE(TX)	4,843.00	.0%	.0%
SIT WITHHELD-EE (MO)	682.80	.0%	.0%
SIT WITHHELD-EE (HH-CO)	190.20	.0%	.0%
Total Employer Taxes/Bus:	150,740.84	.1%	.1%
Accrued FICA Tax/Business:			
FICA PAYABLE-ER (TX)	49,379.40	.0%	.0%
FICA PAYABLE-LPL ER(TX)	2,912.80		.0%
Total Accrued FICA Tax/Business:	52.292.20		.0%
TOTAL BUSINESS LIABILITIES	203,033,04		.1%
TOTAL LIABILITIES <u>NET WORTH</u>	98,265,427.66	42.7%	43.0%
TOTAL NET WORTH	131.976.664.96	57.3%	57.7%
TOTAL LIABILITIES AND NET WORTH	230,242,092.62	100.0%	3,,,,,
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#### Kenneth L. & Linda P. Lay SUMMARY BALANCE SHEET As of: June 30, 1999

#### **ASSETS**

<u> </u>		
CURRENT ASSETS		
Cash on Hand	\$ 1,445.99	
Checking Accounts	-136,914.75	
Money Market Accounts	60,000.00	
Brokerage Accounts	658.31	
Savings Accounts	43.67	
Treasury Bills	2,400.0Q	
Escrow Account	2,596.80	
Short-term Receivables	661,627.42	
Notes Receivable	1.458.788.27	
TOTAL CURRENT ASSETS		\$ 2,050,645.71
MARKETABLE INVESTMENTS		
Enron Corp.	\$ 56,441,753.25	
Common Stock	9,629,992.61	
Fayez Sarofim MgmtCom	3,161,481.25	
Sanders Morris Mundy-Com	2,075,491.62	
Cypress Asset MgmtCom.	2,912,650.40	
Goldman Sachs-Com	144,500.00	
Vested Exec Stock Options	92,523,939.05	
Corporate Bond-Convertibl	134,541.00	
Mutual Funds	1,754,179.62	
Partnerships-other	22.519.992.00	
TOTAL MARKETABLE INVESTMENTS		191,298,520.80
LONG-TERM INVESTMENTS		
Residence	\$ 10,032,877.98	
Real Estate Other Homes	8,221,543.24	
Real Estate Active Rental	903,931.97	
Real Estate Passive	1,759,831.00	
Farming Interests	4,500.00	
Other Investment-Passive	986,125,75	
TOTAL LONG-TERM INVESTMENTS		21,908,809.94
RETIREMENT/DEFERRED ASSETS		
IRA	\$ 59,327.25	
IRA/Spouse	59,401.71	
Keogh Account	436,241.56	
Retirement Plan	7,107,308.29	
Deferred Compensat'n Plan	5.749.542.19	
TOTAL RETIREMENT/DEFERRED ASSETS		13,411,821.00
PERSONAL/NON-EARNING ASSET		
Automobile(s)	\$ 299,669.92	

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#### Kenneth L. & Linda P. Lay SUMMARY BALANCE SHEET As of: June 30, 1999

Home Furnishings Other Vehicles & Equip TOTAL PERSONAL/NON-EARNING ASSET TOTAL ASSETS	1,150,440.25 122.185.00	\$	1.572.295.17 230,242,092.62
LIABILITIES CURRENT LIABILITIES Credit Cards Notes Payable Security Deposits Margin Acct Liability TOTAL CURRENT LIABILITIES	\$ -59,137.38 41,311,294.83 1,825.20 1,504.231.94	\$	42,758,214.59
LONG-TERM LIABILITIES Home Mortgage Other Real Estate Mtge Investment Liabilities Deferred Tax Liabilities TOTAL LONG-TERM LIABILITIES	\$ 6,074,846.43 4,518,553.20 191,250.00 44,519,530.40		55,304,180.03
BUSINESS LIABILITIES Employer Taxes/Bus Accrued FICA Tax/Business TOTAL BUSINESS LIABILITIES TOTAL LIABILITIES	\$ 150,740.84 52.292.20	\$	203.033.04 98,265,427.66
EQUITY  TOTAL NET WORTH  TOTAL LIABILITIES AND NET WORTH		\$ \$	131,976,664,96 230,242,092,62
TOTAL EMPIRITIES FROM THE WORLT		•	